

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

SCANSOFT, INC.,

Plaintiff,

V.

C.A. No. 04-10353-PBS

VOICE SIGNAL TECHNOLOGIES, INC.,  
LAURENCE S. GILLICK, ROBERT S.  
ROTH, JONATHAN P. YAMRON, and  
MANFRED G. GRABHERR,

Defendants.

## DECLARATION OF PAUL E. BONANNO

Paul E. Bonanno deposes and states as follows:

1. I am an attorney in the law firm of Choate, Hall & Stewart LLP, and a member of the bar of the Supreme Judicial Court of the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts. I am counsel to the above-named defendants and make this declaration in support of Defendant's Motion for Leave to Take More Than Ten Depositions, submitted herewith.

2. On May 23, 2005, defendant Voice Signal Technologies, Inc. (“Voice Signal”) took a Fed. R. Civ. P. 30(b)(6) deposition of Uniden America Corp. (“Uniden”) in Fort Worth, Texas. The week prior to the Uniden deposition, counsel for ScanSoft, Inc. (“ScanSoft”) contacted me and asked whether the deposition could be conducted telephonically. I responded that while Voice Signal intended to take the deposition of Uniden in person, it had no objection to ScanSoft appearing at the deposition telephonically, and would, if ScanSoft desired, make arrangements for ScanSoft to do so. ScanSoft’s counsel declined the offer and indicated that, if

Voice Signal was going to appear at the Uniden deposition in person, then ScanSoft would as well.

3. After the deposition of Uniden was taken on May 23, 2005, counsel for ScanSoft contacted me to ask whether a Rule 30(b)(6) deposition of Texas Instruments, Inc. ("Texas Instruments"), scheduled for May 27, 2005, in Austin, Texas, could be conducted telephonically. I responded that Voice Signal intended to take the deposition of Texas Instruments in person, but that it would not object to ScanSoft appearing at the deposition telephonically. ScanSoft's counsel declined the offer and indicated that, if Voice Signal was going to appear at the Texas Instruments deposition in person, then ScanSoft would as well. Voice Signal subsequently canceled the deposition of Texas Instruments scheduled for May 27, 2005.

4. Attached hereto as Ex. A is a true and correct copy of various e-mails produced in this litigation by ScanSoft that are Bates numbered SS 016355 – SS 016358; SS 016365 – SS 016366; SS 020182 – SS 020184; and SS 020239 – SS 020240. The e-mails have been designated "Highly Confidential" by ScanSoft.

5. Attached hereto as Ex. B is a true and correct copy of (i) a letter dated May 16, 2005 from Jack C. Schecter to Wendy S. Plotkin, (ii) an e-mail dated May 26, 2005 from Paul E. Bonanno to Jack C. Schecter, and (iii) an e-mail dated May 27, 2005 from Jack C. Schecter to Paul E. Bonanno.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

/s/ Paul E. Bonanno

Dated: June 9, 2005  
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